

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN: AB8736610/ BharatKoshOrderId :1-22096509846

Service Request Date:
06/11/2025

SRN Date: 06/11/2025 18:31:53

RECEIVED FROM:

Name: SAYAK CHATTERJEE

Address: CESC House, Chowringhee Square, Kolkata, Kolkata, West Bengal, 700001

ENTITY ON WHOSE BEHALF MONEY IS PAID

LLPIN/CIN/DIN: L31901WB1978PLC031411

Name: CESC LTD

Address: CESC HOUSE CHOWRINGHEE SQUARE, , KOLKATA, Kolkata, West Bengal, 700001

FULL PARTICULARS OF REMITTANCE

Service Type: eFiling

Service Description	Type of Fee	Amount (Rs.)
Fee for MGT-7	Normal	600
	Additional	0
Total		600

Mode of Payment: Online

Received Payment Rupees: Six Hundred Rupees Only.

Note: The defects or incompleteness in any respect in this application as noticed shall be placed on the Ministry's website(www.mca.gov.in). In case the application is marked as RSUB, please resubmit the application within the due date. Please track the status of your transaction at all times till it is finally disposed off. (please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)

Form No. MGT-7

Form language

☒ English ☐ Hindi**Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L31901WB1978PLC031411

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	CESC LTD	CESC LTD
Registered office address	CESC HOUSE CHOWRINGHEE SQUARE,NA,KOLKATA,Kolkata,West Bengal,India,700001	CESC HOUSE CHOWRINGHEE SQUARE,NA,KOLKATA,Kolkata,West Bengal,India,700001
Latitude details	22.566091	22.566091
Longitude details	88.35179	88.35179

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

CESC Limited_PhotoGraph.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****3N

(c) *e-mail ID of the company

*****tarial@rpsg.in

(d) *Telephone number with STD code

03*****40

(e) Website	<input style="width: 90%;" type="text" value="https://www.cesc.co.in/"/>									
iv *Date of Incorporation (DD/MM/YYYY)	<input style="width: 90%;" type="text" value="28/03/1978"/>									
v (a) *Class of Company (as on the financial year end date) (Private company/Public Company/One Person Company)	<input style="width: 90%;" type="text" value="Public company"/>									
(b) *Category of the Company (as on the financial year end date) (Company limited by shares/Company limited by guarantee/Unlimited company)	<input style="width: 90%;" type="text" value="Company limited by shares"/>									
(c) *Sub-category of the Company (as on the financial year end date) (Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)	<input style="width: 90%;" type="text" value="Indian Non-Government company"/>									
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)	2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
S. No.	Stock Exchange Name	Code								
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
viii Number of Registrar and Transfer Agent	<input style="width: 90%;" type="text" value="1"/>									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 20%;">Name of the Registrar and Transfer Agent</th> <th style="width: 30%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 30%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U67190MH1999PTC118368</td> <td style="text-align: center;">MUFG INTIME INDIA PRIVATE LIMITED</td> <td>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ,,,Mumbai,Mumbai City,Maharashtra,India,40008 3</td> <td style="text-align: center;">INR000004058</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ,,,Mumbai,Mumbai City,Maharashtra,India,40008 3	INR000004058	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent							
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ,,,Mumbai,Mumbai City,Maharashtra,India,40008 3	INR000004058							
ix * (a) Whether Annual General Meeting (AGM) held	<input checked="" type="radio"/> Yes <input type="radio"/> No									
(b) If yes, date of AGM (DD/MM/YYYY)	<input style="width: 90%;" type="text" value="11/09/2025"/>									
(c) Due date of AGM (DD/MM/YYYY)	<input style="width: 90%;" type="text" value="30/09/2025"/>									
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> No									

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	35	Electric power generation, transmission and distribution	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

42

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U40104WB2008PLC125228		MALEGAON POWER SUPPLY LIMITED	Subsidiary	100
2	U74999WB2011PLC163658		CESC PROJECTS LIMITED	Subsidiary	100
3	U40102WB2012PLC188244		RANCHI POWER DISTRIBUTION COMPANY LIMITED	Subsidiary	100
4	U40109DL2007PLC171032		PACHI HYDROPOWER PROJECTS LIMITED	Subsidiary	100
5	U40109DL2007PLC171035		PAPU HYDROPOWER PROJECTS LIMITED	Subsidiary	100

6	U15411WB2008PLC124062		AU BON PAIN CAFE INDIA LIMITED	Subsidiary	93.1
7	U74210WB1994PLC066154		HALDIA ENERGY LIMITED	Subsidiary	100
8	U70109WB2006PLC111457		DHARIWAL INFRASTRUCTURE LIMITED	Subsidiary	100
9	U40100WB2012PLC181283		KOTA ELECTRICITY DISTRIBUTION LIMITED	Subsidiary	100
10	U40100WB2012PLC181372		BIKANER ELECTRICITY SUPPLY LIMITED	Subsidiary	100
11	U40100WB2012PLC181314		BHARATPUR ELECTRICITY SERVICES LIMITED	Subsidiary	100
12	U70101WB2004PLC099945		CRESCENT POWER LIMITED	Subsidiary	67.83
13	U74999WB2017PLC219352		CESC GREEN POWER LIMITED	Subsidiary	100
14	U40102WB1995PLC075937		JHARKHAND ELECTRIC COMPANY LIMITED	Subsidiary	100
15	U40101WB2011PLC157466		JARONG HYDRO- ELECTRIC POWER COMPANY LIMITED	Subsidiary	100
16	U40100WB2019PLC230040		EMINENT ELECTRICITY DISTRIBUTION LIMITED	Subsidiary	100
17	U31200UP1992PLC014506		NOIDA POWER COMPANY LIMITED	Subsidiary	72.73
18	U35100WB2023PTC266923		PURVAH GREEN POWER PRIVATE LIMITED	Subsidiary	96.06
19	U10100JH2008PTC013086		MAHUAGARHI COAL COMPANY PRIVATE LIMITED	Joint Venture	50
20	U35100WB2024PTC270625		ANP RENEWABLES PRIVATE LIMITED	Subsidiary	96.06
21	U35100WB2024PTC270578		PURVAH HYBRID POWER PRIVATE LIMITED	Subsidiary	96.06
22	U35100WB2024PTC270617		PURVAH RENEWABLE POWER PRIVATE LIMITED	Subsidiary	96.06
23	U35100WB2024PTC271208		MFA RENEWABLES PRIVATE LIMITED	Subsidiary	96.06

24	U35100WB2024PTC270705		SHN GREEN POWER PRIVATE LIMITED	Subsidiary	96.06
25	U35100WB2024PTC271233		HRP GREEN POWER PRIVATE LIMITED	Subsidiary	96.06
26	U35100WB2024PTC272784		Vitalgreen Power Private Limited	Subsidiary	96.06
27	U35100WB2024PTC272852		ECOVANTAGE ENERGY PRIVATE LIMITED	Subsidiary	96.06
28	U35100WB2024PTC272878		ECOFUSION POWER PRIVATE LIMITED	Subsidiary	96.06
29	U35100WB2024PTC273033		GREENPULSE POWER PRIVATE LIMITED	Subsidiary	96.06
30	U35100WB2024PTC273017		BRIGHTFUTURE POWER PRIVATE LIMITED	Subsidiary	96.06
31	U40106RJ2022PTC082199		BHADLA THREE SKP GREEN VENTURES PRIVATE LIMITED	Subsidiary	96.06
32	U35100WB2024PTC273541		DRP RENEWABLE PRIVATE LIMITED	Subsidiary	96.06
33	U35100WB2024PTC273545		LKP RENEWABLE PRIVATE LIMITED	Subsidiary	96.06
34	U35100WB2024PTC273543		SKG RENEWABLE PRIVATE LIMITED	Subsidiary	96.06
35	U35100WB2024PTC274211		MAZZI POWER PROJECTS PRIVATE LIMITED	Subsidiary	96.06
36	U35100WB2024PTC273479		REDGAINT RENEWABLE POWER ENERGY PRIVATE LIMITED	Subsidiary	96.06
37	U35100WB2024PTC273841		CITYLIGHTS RENEWABLE PRIVATE LIMITED	Subsidiary	96.06
38	U40300HR2022PTC104909		Deshraj Solar Energy Private Limited	Subsidiary	96.06
39	U35100WB2024PTC273737		KUS RENEWABLE PRIVATE LIMITED	Subsidiary	96.06
40	U35100WB2024PTC273993		JSK Renewable Private Limited	Subsidiary	96.06
41	U35105WB2024PTC280308		BHOJRAJ RENEWABLES ENERGY PRIVATE LIMITED	Subsidiary	96.06

42	U40106CH2022PLC044339		Chandigarh Power Distribution Limited	Subsidiary	100
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IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	31560000000.00	1388570150.00	1325570430.00	1325570430.00
Total amount of equity shares (in rupees)	31560000000.00	1388570150.00	1325570430.00	1325570430.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	31560000000	1388570150	1325570430	1325570430
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	31560000000.00	1388570150.00	1325570430	1325570430

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

0

Class of shares <div></div>	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	7992540	1317577890	1325570430.00	1325570430	1325570430	
Increase during the year	0.00	704700.00	704700.00	704700.00	704700.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify Physical shares dematerialised	0	704700	704700.00	704700	704700	
Decrease during the year	704700.00	0.00	704700.00	704700.00	704700.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Physical shares dematerialised	704700	0	704700.00	704700	704700	
At the end of the year	7287840.00	1318282590.00	1325570430.00	1325570430.00	1325570430.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify NA	0		0.00			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE486A01021

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☐ Nil

Number of transfers

973

Attachments:

1. Details of shares/Debentures Transfers

CESC-SHT.xlsm

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

1

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Class 1	140000	100000	14000000000.00
Total	140000.00	100000.00	14000000000.00

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Class 1	17000000000	0	3000000000	14000000000.00
Total	17000000000.00	0.00	3000000000.00	14000000000.00

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	17000000000.00	0.00	3000000000.00	14000000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	17000000000.00	0.00	3000000000.00	14000000000.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

95840400000

ii * Net worth of the Company

98852300000

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	1347940	0.10	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	587966320	44.36	0	0.00
10	Others <div></div>				
	Total	589314260.00	44.46	0.00	0

Total number of shareholders (promoters)

2

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	126031995	9.51	0	0.00
	(ii) Non-resident Indian (NRI)	6770889	0.51	0	0.00

	(iii) Foreign national (other than NRI)	533050	0.04	0	0.00
2	Government				
	(i) Central Government	37174	0.00	0	0.00
	(ii) State Government	105030	0.01	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	100559374	7.59	0	0.00
4	Banks	206873	0.02	0	0.00
5	Financial institutions	23100	0.00	0	0.00
6	Foreign institutional investors	145792322	11.00	0	0.00
7	Mutual funds	232126909	17.51	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	118202927	8.92	0	0.00
10	Others				
	IEPF, Trust, Escrow	5866527	0.44	0	0.00
	Total	736256170.00	55.55	0.00	0

Total number of shareholders (other than promoters)

423002

Total number of shareholders (Promoters + Public/Other than promoters)

423004.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	4784
2	Individual - Male	8344
3	Individual - Transgender	0
4	Other than individuals	409876
	Total	423004.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Refer Attachment	Refer Attachment	31/03/2025	India	145792322	11

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	363774	423002
Debenture holders	3	1

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	2	0	2	0	0.19
B Non-Promoter	2	6	2	6	0.00	0.00
i Non-Independent	2	1	2	1	0	0
ii Independent	0	5	0	5	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0

v Others						
Total	2	8	2	8	0.00	0.19

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

12

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
SUNIL MITRA	00113473	Director	0	
SHASHWAT GOENKA	03486121	Director	1114080	
PRADIP KUMAR KHAITAN	00004821	Director	0	
SANJIV GOENKA	00074796	Director	1347940	
DEBANJAN MANDAL	00469622	Director	0	
KUSUM DADOO	06967827	Director	0	
PARAS KUMAR CHOWDHARY	00076807	Director	0	
ARJUN KUMAR	00139736	Director	0	
VINEET SIKKA	10627000	Managing Director	0	
BRAJESH SINGH	10335052	Managing Director	0	
RAJARSHI BANERJEE	ADLPB6303P	CFO	1140	
JAGDISH PATRA	AHDPP2428H	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

10

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
VINEET SIKKA	10627000	Managing Director	28/05/2024	Appointment
BRAJESH SINGH	10335052	Managing Director	28/05/2024	Appointment

REKHA SETHI	06809515	Director	29/05/2024	Cessation
PARAS KUMAR CHOWDHARY	00076807	Additional Director	09/08/2024	Appointment
PARAS KUMAR CHOWDHARY	00076807	Director	24/10/2024	Change in designation
PRATIP CHAUDHURI	00915201	Director	30/09/2024	Cessation
KUSUM DADOO	06967827	Additional Director	23/05/2024	Appointment
KUSUM DADOO	06967827	Director	21/08/2024	Change in designation
RABI CHOWDHURY	06601588	Managing Director	27/05/2024	Cessation
DEBASISH BANERJEE	06443204	Managing Director	27/05/2024	Cessation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	21/08/2024	381528	95	52.01

B BOARD MEETINGS

*Number of meetings held

5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	03/04/2024	10	10	100
2	23/05/2024	10	8	80

3	09/08/2024	10	9	90
4	12/11/2024	10	10	100
5	10/01/2025	10	9	90

C COMMITTEE MEETINGS

Number of meetings held

18

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	03/04/2024	4	4	100
2	Audit Committee	23/05/2024	4	4	100
3	Stakeholders' Relationship Committee	23/05/2024	3	3	100
4	Nomination and Remuneration Committee	23/05/2024	6	4	66.67
5	Corporate Social Responsibility Committee	23/05/2024	3	3	100
6	Audit Committee	09/08/2024	4	4	100
7	Stakeholders' Relationship Committee	09/08/2024	3	3	100
8	Nomination and Remuneration Committee	09/08/2024	6	6	100
9	Risk Management Committee	09/08/2024	4	4	100
10	Audit Committee	12/11/2024	4	4	100
11	Stakeholders' Relationship Committee	12/11/2024	3	3	100
12	Audit Committee	10/01/2025	3	3	100
13	Stakeholders' Relationship Committee	10/01/2025	3	3	100
14	Risk Management Committee	10/01/2025	4	3	75
15	Corporate Social Responsibility Committee	10/01/2025	3	3	100

16	Independent Directors' Meeting	10/01/2025	5	5	100
17	Audit Committee	27/03/2025	4	4	100
18	Nomination and Remuneration Committee	27/03/2025	5	4	80

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	11/09/2025 (Y/N/NA)
1	SUNIL MITRA	5	4	80	1	1	100	Yes
2	SHASHWAT GOENKA	5	5	100	0	0	0	Yes
3	PRADIP KUMAR KHAITAN	5	3	60	5	2	40	No
4	SANJIV GOENKA	5	5	100	12	12	100	Yes
5	DEBANJAN MANDAL	5	4	80	5	4	80	Yes
6	KUSUM DADOO	3	3	100	7	7	100	Yes
7	PARAS KUMAR CHOWDHARY	2	2	100	8	8	100	Yes
8	ARJUN KUMAR	5	5	100	12	12	100	Yes
9	VINEET SIKKA	3	3	100	3	3	100	Yes
10	BRAJESH SINGH	3	3	100	5	5	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
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1	VINEET SIKKA	Managing Director	23168773	0	0	1344526	24513299.00
2	DEBASISH BANERJEE	Managing Director	12022939	0	0	855410	12878349.00
	Total		35191712.00	0.00	0.00	2199936.00	37391648.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RAJARSHI BANERJEE	CFO	80210738	0	0	5301107	85511845.00
2	JAGDISH PATRA	Company Secretary	19907789	0	0	1139575	21047364.00
	Total		100118527.00	0.00	0.00	6440682.00	106559209.00

C *Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SANJIV GOENKA	Director	0	137100000		1700000	138800000.00
2	SHASHWAT GOENKA	Director	0	137100000		500000	137600000.00
3	PRADIP KUMAR KHAITAN	Director	0	1000000		500000	1500000.00
4	DEBANJAN MANDAL	Director	0	1000000		800000	1800000.00
5	SUNIL MITRA	Director	0	1000000		500000	1500000.00
6	ARJUN KUMAR	Director	0	1000000		1700000	2700000.00
7	KUSUM DADOO	Director	0			1000000	1000000.00
8	PARAS KUMAR CHOWDHARY	Director	0			1000000	1000000.00
9	PRATIP CHAUDHURI	Director	0	1000000		1100000	2100000.00
10	REKHA SETHI	Director	0	1000000		500000	1500000.00
	Total		0.00	280200000.00	0.00	9300000.00	289500000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

423004

XIV Attachments

(a) List of share holders, debenture holders

15043_1.csv
15043_2.csv
15043_3.csv
15043_4.csv
15043_5.csv

(b) Optional Attachment(s), if any

FIIL.pdf
CESC_MGT-8 2024-2025.pdf
CESC LIMITED_CLARIFICATION
LETTER AS ON 05-11-2025.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of CESC LTD as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Anjan Kumar Roy

Date (DD/MM/YYYY)

06/11/2025

Place

Kolkata

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

4*5*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

5320

*(b) Name of the Designated Person

JAGDISH PATRA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated*
(DD/MM/YYYY) to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

1*3*5*5*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

*Whether associate or fellow:

☐ Associate ☒ Fellow

Membership number

5*2*

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AB8736610

eForm filing date (DD/MM/YYYY)

06/11/2025

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the filing company.

For Office Use Only:

eForm Service request number(SRN)

AB8736610

eForm filing date(DD/MM/YYYY)

06/11/2025

Certification signature by DS
REGISTRAR OF COMPANIES
<kshitijprakash650@gmail.com
>, Validity Unknown

Digitally signed
by
DS REGISTRAR
OF COMPANIES
Date: 2025.11.07
02:49:38 IST